

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

In re:	:	
	:	Chapter 11
USG CORPORATION,	:	
a Delaware corporation, et al.,	:	Jointly Administered
	:	Case No. 01-2094 (JKF)
Debtors.	:	
	:	
	:	
	:	
<hr/>	:	
USG CORPORATION, et al.,	:	
	:	
Movant	:	
	:	
v.	:	
	:	Civil Action No. 04-1559 (JFC)
OFFICIAL COMMITTEE OF	:	Civil Action No. 04-1560 (JFC)
ASBESTOS PERSONAL INJURY	:	
CLAIMANTS, et al.,	:	
	:	
Respondents.	:	

[PROPOSED] ORDER RE: PERSONAL INJURY CLAIM ESTIMATION

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On June 13, September 20 and October 6, 2005, this Court held duly noticed hearings regarding discovery issues in this matter, including the Motion for Approval of the Debtors' Sampling Plan and Claimant Questionnaire and the discovery schedule for the estimation of Debtors' asbestos personal injury liabilities (the Estimation).¹ Having fully considered the arguments set forth by any party, in filings or during the hearings, the Court hereby orders that:

1. Debtors will serve the claimant questionnaire attached hereto as Exhibit A (the "Questionnaire") on a sample of 2000 personal injury claimants no later than October 20, 2005.
2. Before serving the Questionnaire, the parties will execute the confidentiality agreement governing the sample claimant discovery attached hereto as Exhibit B. This agreement governs the permissible use and disclosure of the sample claimants', and other persons', social security numbers, the information about the sample claimants that the parties will obtain from the United States Social Security Administration, and the sample claimants' medical information.
3. The sampled claimants must complete and return their Questionnaires, including all requested documentation, to RUST Consulting, Inc. ("RUST"), the Debtors' claims processing agent. Any Questionnaire post-marked for return mailing on or before January 9, 2006, will be deemed timely.
4. RUST will scan and electronically distribute the Questionnaires, including any documents submitted with the Questionnaires, to counsel for the parties on or before

¹ The Debtors are the following 11 entities: USG Corporation, United States Gypsum Company, USG Interiors, Inc., USG Interiors International, Inc., L&W Supply Corporation, Beadex Manufacturing LLC, B-R Pipeline Company, La Mirada Products Co., Inc., USG Industries, Inc., USG Pipeline Company and Stocking Specialists, Inc.

January 24, 2006.² Original radiographic evaluations, such as x-rays or CT scans, will be retained by RUST and made available for inspection by the parties or their experts on reasonable terms.

5. Additionally, RUST will organize the information contained in the Questionnaires into a searchable database, and will provide that database to the parties on or before February 23, 2006.
6. On or before November 7, 2005, the parties will disclose those individuals with percipient knowledge as to topics for which the parties intend to offer evidence in their case-in-chief. The parties will also indicate as part of their disclosure the five individuals most likely to serve as fact witnesses in the Estimation.

It is further ordered that fact discovery in this matter will close on June 30, 2006, subject to the Court granting an extension of that date based on the motion of any party. On July 7, 2006, the parties will exchange fully-updated lists of the experts they intend to call as witnesses in their case-in-chief during the Estimation. The Court will hold a hearing in Pittsburgh, Pennsylvania at 2:00 pm on July 18, 2006 to address the appropriate schedule for expert discovery.

IT IS SO ORDERED.

Date: October ___, 2005

The Honorable Joy Flowers Conti
District Court Judge, District of Delaware

² The parties' counsel to whom the Questionnaires and attached documents will be distributed are counsel for Debtors, the Official Committee of Asbestos Personal Injury Claimants, the Future Claimants' Representative, the Official Committee of Asbestos Property Damage Claimants, the Official Committee of Unsecured Creditors, and the Statutory Committee of Equity Security Holders.

UNITED STATES DISTRICT COURT
DISTRICT OF DELAWARE

CERTIFICATE OF SERVICE

I hereby certify that on October 14, 2005, I electronically filed the **[Proposed]**
Order Re: Personal Injury Claim Estimation with the Clerk of Court using CM/ECF which
will send notifications of such filing to the following:

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I hereby certify that on October 14, 2005, I caused a copy of the **[Proposed]**
Order Re: Personal Injury Claim Estimation to be served via e-mail upon the attached
*Service List*¹ and *Interested Party Service List*.

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¹ As defined in and in accordance with *Order Establishing Case Management and Scheduling Procedures for All Matters in the Above-Captioned Bankruptcy Cases Which the Reference has been Withdrawn from the United States Bankruptcy Court for the District of Delaware to the United States District Court for the District of Delaware* [Docket No. 8 in Case #04-1560; Docket No. 6 in Case #04-1559 – entered March 23, 2005]

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Case Nos.: 04-1559 & 04-1560 (JFC)
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